

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

GENESCO INC.,

Plaintiff,

v.

VISA U.S.A. INC., VISA, INC.,  
AND VISA INTERNATIONAL  
SERVICE ASSOCIATION,

Defendants.

Civil Action No. 3:13-CV-0202  
Chief Judge William J. Haynes, Jr.

JURY DEMAND

**AFFIDAVIT OF ROGER SISSON, ESQ.**

I, Roger Sisson, hereby declare:

1. I am General Counsel for Genesco Inc.
2. I have personal knowledge of the facts presented in this declaration.
3. On April 13, 2011, I, as General Counsel on behalf of Genesco, retained International Business Machines Corporation ("IBM") to provide consulting and technical services at the direction of Genesco's in-house and outside counsel ("Genesco Counsel") to assist Genesco Counsel in rendering legal advice to Genesco in connection with Genesco's legal obligations with regard to PCI DSS compliance (the "Privileged Engagement"). The Privileged Engagement, which involved a PCI DSS gap assessment based on version 2.0 of the Payment Card Industry Data Security Standard ("PCI DSS"), was intended by the parties to be covered by the attorney-client privilege.

4. IBM was not retained pursuant to the Privileged Engagement to evaluate Genesco's PCI DSS compliance during the period of the intrusion discovered on November 30, 2010 (the "Intrusion").

5. IBM was not retained pursuant to the Privileged Engagement in connection with the investigation of the Intrusion or to perform remediation on Genesco's computer network in response to the inquiry by Trustwave.

6. Pursuant to the Privileged Engagement, IBM prepared a report entitled PCI Gap Assessment, which the parties intended to be covered by the attorney-client privilege.

SWORN AND SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 19th  
DAY of May, 2014



Roger Sisson, Esq.

Sworn before me this 19th day of May, 2014:



Notary Public

My Commission Expires:

Dated: May 19, 2014

